



**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

Caption in Compliance with D.N.J. LBR 9004-1(b)

Order Filed on January 18, 2024

by Clerk
U.S. Bankruptcy Court
District of New Jersey

In re:

BLOCKFI INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 22-19361 (MBK)

Hearing Date: January 11, 2023 @ 11:30 a.m.
ET

(Jointly Administered under a Confirmed Plan²)

**ORDER GRANTING WIND-DOWN DEBTORS' TWELFTH OMNIBUS
OBJECTION TO CLAIMS FILED AGAINST BLOCKFI WALLET LLC**

The relief set forth on the following pages, numbered two (2) through five (5) and Schedule

1 is **ORDERED**.

DATED: January 18, 2024


Honorable Michael B. Kaplan
United States Bankruptcy Judge

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: BlockFi Inc. (0015); BlockFi Trading LLC. (2487); BlockFi Lending LLC (5017); BlockFi Wallet LLC (3231); BlockFi Ventures LLC (9937); BlockFi International Ltd. (N/A); BlockFi Investment Products LLC (2422); BlockFi Services, Inc. (5965) and BlockFi Lending II LLC (0154). The location of the Wind-Down Debtors' service address is c/o M3 Partners, 1700 Broadway, 19th Floor, New York, NY 10019.

² On October 3, 2023, the Court entered an order confirming the Third Amended Joint Chapter 11 Plan of BlockFi Inc. and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code (Additional Technical Modifications) (the "Plan") [Docket No. 1609].

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Upon consideration of the *Wind-Down Debtors' Twelfth Objection to Claims Filed against BlockFi Wallet LLC* (the "Objection")¹; and the Court having jurisdiction to consider the Objection and the relief requested therein pursuant to 28 U.S.C. § 157 and Standing Order 12-1 (Simandle, C.J.), *Standing Order of Reference to the Bankruptcy Court Under Title 11*, dated September 18, 2012; and consideration of the Objection and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Objection having been provided; and it appearing that no other or further notice need be provided; and it appearing that no other or further

¹ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Objection.

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Debtors: BLOCKFI INC., *et al.*

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notice of the Objection need be provided; and all responses, if any, to the Objection having been withdrawn, resolved, or overruled; and the Court having found and determined that the relief sought in the Objection is in the best interests of the Wind-Down Debtors, their respective estates and creditors, and all parties-in-interest; and the Court having determined that the legal and factual bases set forth in the Objection establish just cause for the relief granted herein; and upon the Certification of Michelle Henry attached to the Objection, the record herein, and all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Objection is SUSTAINED as set forth herein.
2. The Disputed Claims listed on Schedule 1 attached hereto are hereby deemed disallowed as detailed on Schedule 1.
3. Kroll Restructuring Administration LLC (the "Claims and Noticing Agent") is hereby authorized and directed to expunge each Disputed Claim on Schedule 1.
4. The Wind-Down Debtors are authorized to take all steps necessary or appropriate to carry out the relief granted in this Order.
5. The terms, conditions, and provisions of this Order shall be immediately effective and enforceable upon its entry.
6. Notwithstanding anything to the contrary in the Objection, this Order, or any findings announced at the hearing, nothing in the Objection, this Order, or announced at the hearing constitutes a finding under the federal securities laws as to whether crypto tokens or transactions

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involving crypto tokens are securities, and the right of the United States Securities and Exchange

Commission to challenge transactions involving crypto tokens on any basis are expressly reserved.

7. Nothing contained in this Objection or any actions taken pursuant to any order granting the relief requested by this Objection is intended or should be construed as: (a) an admission as to the validity of any particular claim against the Wind-Down Debtors, (b) a waiver of the Wind-Down Debtors' rights to dispute any particular claim on any grounds, (c) a promise or requirement to pay any particular claim, (d) an implication or admission that any particular claim is of a type specified or defined in this Objection or any order granting the relief requested by this Objection, (e) a request or authorization to assume any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code, (f) a waiver or limitation of the Wind-Down Debtors' rights under the Bankruptcy Code or any other applicable law; or (g) a concession by the Wind-Down Debtors that any liens (contractual, common law, statutory, or otherwise) satisfied pursuant to the Objection are valid, and the Wind-Down Debtors expressly reserve their rights to contest the extent, validity, or perfection or seek avoidance of all such liens. If the Court grants the relief sought herein, any transfer made pursuant to the Court's Order is not intended and should not be construed as an admission as to the validity of any particular claim or a waiver of the Wind-Down Debtors' rights to subsequently dispute such claim.

8. The objection to each Disputed Claim addressed in the Objection and as set forth on **Schedule 1** attached hereto constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order shall be deemed a separate order with respect to each claim that is the subject of the Objection and this Order. Any stay of this Order pending appeal by any claimants whose claims are subject to this Order shall only apply to the contested matter that

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involves such claimant and shall not stay the applicability and/or finality of this Order with respect

to any other contested matters addressed in the Objection and this Order.

9. The requirement set forth in Local Rule 9013-1(a)(3) that any motion be accompanied by a memorandum of law is hereby deemed satisfied by the contents of the Objection or is otherwise waived.

10. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

Schedule 1

Disputed Claims

Debtor: BlockFi Inc *et al.*
Relevant Case Numbers: BlockFi Wallet LLC 22-19366
Twelfth Omnibus Objection

Any funds held in your Wallet are **NOT** impacted by the expungement of the BlockFi Wallet LLC claim amounts below.

To view and withdraw your Wallet balance, login to BlockFi.com. For more information on Wallet withdrawals, view the FAQs at <https://blockfi.com/wallet-withdrawal-faqs/>. For more information on the claims process, view the FAQs at <https://blockfi.com/proof-of-claim-faqs/>.

Any claims you may have related to your BlockFi Interest Account (BIA) or your retail loan collateral are also **NOT** affected by the expungement of the claims below. Any proof of claims you may have filed regarding your BIA or retail loan collateral claims will be handled separately. If you did not file any other proofs of claim, you will receive a pro-rata distribution based on your scheduled amounts according to the Debtors' books and records.

Claimant Name	Proof of Claim No.	Filed Entity on Form	Action	Note
Redacted	19	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.
Redacted	35	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.
Redacted	84	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.
Redacted	102	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.
Redacted	153	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.
Redacted	154	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.
Redacted	167	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.
Redacted	174	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.
Redacted	194	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.
Redacted	195	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.
Redacted	331	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.
Redacted	363	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.

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Metroplex Systems

The Positive Approach
Group, Inc

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Benchmark Ventures
LLC (WY LLC)

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Pastori Family Trust

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APS Group Inc

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Zoomhash, LLC

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Mad Hat Creative, LLC

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M&S Crypto LLC

Communication &
Surveillance Service, Inc.

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Envisionit Media, Inc.

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Value Holdings and Investments LLC

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Kustom Ag Services, LLC	11824	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.
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Development Group Inc.

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[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

<i>Redacted</i>	33302	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.
<i>Redacted</i>	33311	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.
<i>Redacted</i>	33437	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.
<i>Redacted</i>	33460	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.
<i>Redacted</i>	33488	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.
<i>Redacted</i>	33489	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.
<i>Redacted</i>	33560	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.
Air Gas	3263	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.
3Dwtechnology	7389	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.
Gilley Enterprises	11442	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.
<i>Redacted</i>	14041	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.
TR 13 Acres Preston Road, LLC	14072	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.
SBC Product Solutions LLC	28261	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.
Class Crditor as described in Adv Pr: Mangano v Block Fi etal	28310	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.
Seattle Meowtropolitan Inc	28384	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.

<i>Redacted</i>	1209	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.
<i>Redacted</i>	638	BlockFi Wallet LLC	Expunge	Wallet balances are already available for withdrawal at BlockFi.com and are not affected by this objection because those funds are not property of the estate; any claims for funds you may have related to BIA or retail loan collateral are not impacted by this objection.

In re:
BlockFi Inc.
Debtor

Case No. 22-19361-MBK
Chapter 11

CERTIFICATE OF NOTICE

District/off: 0312-3
Date Rcvd: Jan 18, 2024

User: admin
Form ID: pdf903

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Total Noticed: 1

The following symbols are used throughout this certificate:

Symbol	Definition
+	Addresses marked '+' were corrected by inserting the ZIP, adding the last four digits to complete the zip +4, or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Jan 20, 2024:

Recip ID	Recipient Name and Address
db	+ BlockFi Inc., c/o M3 Partners, 1700 Broadway, 19th Floor, New York, NY 10019-5905

TOTAL: 1

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.
Electronic transmission includes sending notices via email (Email/text and Email/PDF), and electronic data interchange (EDI).

NONE

BYPASSED RECIPIENTS

The following addresses were not sent this bankruptcy notice due to an undeliverable address, *duplicate of an address listed above, *P duplicate of a preferred address, or ## out of date forwarding orders with USPS.

NONE

NOTICE CERTIFICATION

I, Gustava Winters, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed .R. Bank. P.2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Jan 20, 2024

Signature: /s/Gustava Winters

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on January 18, 2024 at the address(es) listed below:

Name	Email Address
Aaron Garber	on behalf of Creditor Kristen Vorhees agarber@wgwc-law.com
Adam S. Ravin	on behalf of Interested Party The Foreign Representatives of Three Arrows Capital Ltd. (in liquidation) adam.ravin@lw.com
Alan Stuart Maza	on behalf of Creditor Securities and Exchange Commission mazaa@sec.gov mazaa@sec.gov
Allen I Gorski	on behalf of Creditor Estate of Herman Katzenell agorski@gorskiknowlton.com
Allen I Gorski	on behalf of Creditor Nancy Fout agorski@gorskiknowlton.com
Allen Joseph Underwood, II	on behalf of Interested Party Genesis Global Holdco LLC Genesis Global Capital, LLC and Genesis Asia Pacific Pte. Ltd.

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District/off: 0312-3

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District/off: 0312-3

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